



100 HAYS STREET
TALLAHASSEE, FL 32301
800-342-8086
P9500053075

REFERENCE :
AUTHORIZATION : *Patricia Pyjute*
COST PRICE : \$1,200.00

ORDER DATE : July 10, 1995

ORDER TIME : 12:16 PM

ORDER NO. : 64705

500001530705

CUSTOMER NO: 8576A

RECTORER: Nancy Frederick, Legal Agent
COLL DAVIDSON CARTER SMITH
CARTER AND BARETT, P.A.
1200 Miami Center
201 South Biscayne Boulevard
Miami, FL 33131

DOMESTIC FILING

NAME: AMERIFOODS TRADING COMPANY

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Maria I. Newport

EXAMINER'S INITIALS:

T. BROWN JUL 11 1995

NR R95-2457

FILED
95 JUL 10 AM 9 14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
AmeriFoods Trading Company

FILED
95 JUL 10 AM 9:14
CLERK OF THE COURT
STATE OF FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation under the laws of the State of Florida.

ARTICLE I - CORPORATE NAME

The name of the corporation is:

AmeriFoods Trading Company

ARTICLE II - DURATION

This corporation shall exist perpetually unless dissolved according to Florida law.

ARTICLE III - PURPOSE

The corporation is organized to engage in any activity or business permitted under the laws of the United States and Florida.

ARTICLE IV - CAPITAL STOCK

The corporation is authorized to issue one hundred (100) shares of One Dollar (\$1.00) par value Common Stock, which shall be designated "Common Shares".

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The name and street address of the Initial Registered Office and Registered Agent of this Corporation is:

Allan C. Sutherland
3301 N.W. 25th Street
Miami, FL 33167

The mailing address of the corporation is:

Amerifoods Trading Company
3301 N.W. 125th Street
Miami, FL 33167

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The number of directors may be either increased or decreased from time to time in accordance with the By-Laws, but shall never be less than three (3). The names and addresses of the initial directors of the corporation are as follows:

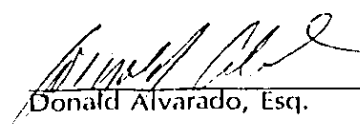
<u>Name</u>	<u>Address</u>
<u>Roger M. Lavery, III</u>	<u>P.O. Box 2377 GME</u> <u>Los Angeles, CA 90051-0877</u>
<u>Martin A. Lynch</u>	<u>P.O. Box 2377 GME</u> <u>Los Angeles, CA 90051-0877</u>
<u>Edward L. Sternlieb</u>	<u>3301 N.W. 125th Street</u> <u>Miami, FL 33167</u>
<u>James Griffin</u>	<u>P.O. Box 2377 GME</u> <u>Los Angeles, CA 90051-0877</u>

ARTICLE VII - INCORPORATORS

The name and address of the incorporator signing these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
<u>Donald Alvarado, Esq.</u>	<u>P.O. Box 2377 GME</u> <u>Los Angeles, CA 90051-0877</u>

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 3rd day of June, 1994.

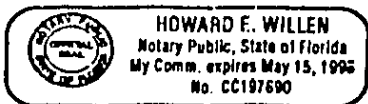

Donald Alvarado, Esq.

STATE OF FLORIDA)
) SS
COUNTY OF DADE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared DONALD ALVARADO, known to me and known to be the person who executed the foregoing Articles of Incorporation, who took oath and acknowledged before me that she executed these Articles of Incorporation and produced a Driver's License as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 30th day of June, 1995.

[Notary Rubber Stamp Seal]



My Commission Expires:

5/15/96

Howard E. Willen
Notary Signature

Howard E. Willen
Printed Notary Signature

CERTIFICATE AND ACKNOWLEDGMENT
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT
OF
AmeriFoods Trading Company

FILED
95 JUL 10 AM 8 14
SECRET
TALLAHASSEE FLORIDA

Pursuant to Florida Statutes Sections 48.091 and 607.0501, the following is submitted:

The above corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at:

3301 N.W. 125th Street
Miami, Florida 33167

has named:

Allan C. Sutherland

located at the aforesaid address, as its Registered Agent to accept service of process within this state.

A C K N O W L E D G E M E N T

Having been named as Registered Agent to accept service of process for the above stated corporation at the place designated in this certificate, and being familiar with the obligations of that position, I hereby accept to act in this capacity, and agree to comply with the provisions of Florida Law in keeping open said office.


Registered Agent